

B210
(12/04)

UNITED STATES BANKRUPTCY COURT
Southern District of New York
(Manhattan)

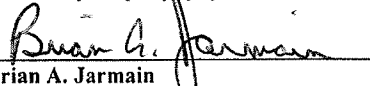
In re: DELPHI CORPORATION, *et al.*, Case No. 05-44481-rdd
(Jointly Administered)
Court ID (Court use only) _____

NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives notice pursuant to Rule 3001(e)(2), Fed.R.Bankr.P., of the transfer, other than for security, of the claim referenced in this notice.

SPCP GROUP, L.L.C., as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, LTD Name of Transferee	ON Semiconductor Components Industries LLC Name of Transferor
Name and Address where notices to transferee should be sent SPCP GROUP, L.L.C., as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, LTD Two Greenwich Plaza, 1st Floor Greenwich, CT 0683 Attn: Brian A. Jarman	Court Record Address of the transferor (Court Use Only)
Last Four Digits of Acct. #:	Last Four Digits of Acct. #:
Transfer Amount: \$ 5,764,040.00	
Name and Address where transferee payments should be sent (if different from above)	Name and Current Address of transferor ON Semiconductor Components Industries LLC 5005 East McDowell Road Phoenix, Arizona 85008 Attn: Legal Department c/o Judy Boyle judy.boyle@onsemi.com Quarles & Brady 2 North Central Avenue Phoenix, Arizona 85004 Attn: Scott Goldberg, Esq.
Phone: 203-542-4126 203-542-4255	Phone: (602) 244-6600
Last Four Digits of Acct #:	Last Four Digits of Acct #:
Court Claim # (if known): 11566 Date Claim Filed: 7/27/2006	

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 
Brian A. Jarman

Date: January __, 2007

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

---DEADLINE TO OBJECT TO TRANSFER---

The transferor of claim named above is advised that this Notice of transfer of Claim Other Than for Security has been filed in the clerk's office of this court as evidence of the transfer. Objections must be filed with the court within twenty (20) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: _____

CLERK OF THE COURT

**EXHIBIT A TO
ASSIGNMENT OF CLAIM**

EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **ON SEMICONDUCTOR COMPONENTS INDUSTRIES LLC** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **SPCP GROUP, L.L.C.**, as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, Ltd., ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, claims in the aggregate amount of \$5,764,040.00 (the "Assigned Claim"), against Delphi Automotive Systems LLC ("Debtor"), the debtor-in-possession in Case No. 05-4460 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim, including, but not limited to, Claim No. 11566.

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this Evidence of Transfer of Claim is executed on January 12, 2007.

**ON SEMICONDUCTOR COMPONENTS
INDUSTRIES LLC**

By: 

Name of person signing Rick Monson

Title of person signing Vice President – Tax and
Treasury